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DEPT. OF TRANSPORTATION
DOCKETS

LAW OFFICES

01 NOV 13 PM 3:32

BOROS & GAROFALO, P. C.

GARY B. GAROFALO
AARON A. GOERLICH
DON H. HAINBACH
KATHERINE M. ALDRICH
JOHN R. COPLEY
VICTOR H. SMITH

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OF COUNSEL
HOWARD S. BOROS (RET.)
PIERRE MURPHY
R. EVAN SMITH*
GREGORY S. WINTON
*ADMITTED IN NEW YORK ONLY

November 13, 2001

By Hand Delivery

Ms. Dorothy Beard
Dockets
U.S. Department of Transportation
400 Seventh Street, S.W.
Room PL-401
Washington, DC 20590

Re: Joint Application of United Air Lines, Inc., British Midland
Airways Limited, Austrian Airlines, Deutsche Lufthansa and
Scandinavian Airlines Docket OST-2001-10575-17

Dear Ms. Beard:

Enclosed for filing in the above-referenced docket are confidentiality affidavits on behalf of British Airways Plc. Copies of this letter and the enclosed affidavit have been served upon all persons listed on the enclosed service list.

Respectfully submitted,



Don H. Hainbach
Counsel for British Airways Plc

cc: Service List

01 NOV 13 PM 3:32

**BEFORE THE
DEPARTMENT OF TRANSPORTATION
WASHINGTON, D.C.**

Joint Application of)

UNITED AIR LINES, INC.)

BRITISH MIDLAND AIRWAYS LIMITED)

AUSTRIAN AIRLINES, OSTERREICHISCHE)

LUFTVERKEHRS AG)

DEUTSCHE LUFTHANSA, A.G. and)

SCANDINAVIAN AIRLINES SYSTEM)

Docket OST-2001-10575

under 49 USC 41308 and 41309 for approval of)
and antitrust immunity for an agreement)

CONFIDENTIALITY AFFIDAVIT FOR BRITISH AIRWAYS

City of Washington)


) ss:

District of Columbia)

I, Don H. Hainbach being duly sworn, state under oath;

1. I am counsel for British Airways Plc, an interested party in this proceeding.

2. I will disclose the confidential information submitted in Docket OST-01-10575 only to other individuals who have executed confidentiality affidavits in this docket and I will use such information only in connection with this proceeding.


Don H. Hainbach

Subscribed and sworn to before me this 8th day of November 2001.


Notary Public

My Commission Expires:

DAVID C. YOUNG
Notary Public of District of Columbia
My Commission Expires July 14, 2006

01 NOV 13 PH 3:32

**BEFORE THE
DEPARTMENT OF TRANSPORTATION
WASHINGTON, D.C.**

Joint Application of

UNITED AIR LINES, INC.
BRITISH MIDLAND AIRWAYS LIMITED
AUSTRIAN AIRLINES, OSTERREICHISCHE
LUFTVERKEHRS AG
DEUTSCHE LUFTHANSA, A.G. and
SCANDINAVIAN AIRLINES SYSTEM

Docket OST-2001-10575

under 49 USC 41308 and 41309 for approval of
and antitrust immunity for an agreement

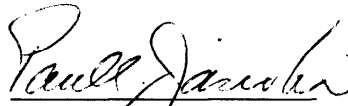
CONFIDENTIALITY AFFIDAVIT FOR BRITISH AIRWAYS

City of New York)
) ss:
County of Queens)

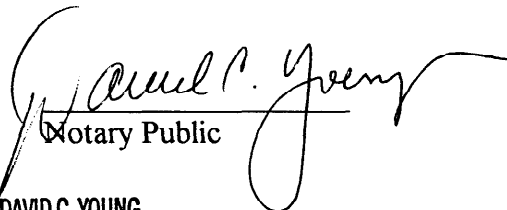
I, Paul C. Jasinski being duly sworn, state under oath;

1. I am counsel for British Airways Plc, an interested party in this proceeding.

2. I will disclose the confidential information submitted in Docket OST-01-10575 only to other individuals who have executed confidentiality affidavits in this docket and I will use such information only in connection with this proceeding.


Paul C. Jasinski

Subscribed and sworn to before me this 8th day of November 2001.


Notary Public

My Commission Expires:

DAVID C. YOUNG
Notary Public of District of Columbia
Commission Expires July 14, 2006

01 NOV 13 PM 3:32

**BEFORE THE
DEPARTMENT OF TRANSPORTATION
WASHINGTON, D.C.**

Joint Application of

UNITED AIR LINES, INC.
BRITISH MIDLAND AIRWAYS LIMITED
AUSTRIAN AIRLINES, OSTERREICHISCHE
LUFTVERKEHRS AG
DEUTSCHE LUFTHANSA, A.G. and
SCANDINAVIAN AIRLINES SYSTEM

Docket OST-2001-10575

under 49 USC 41308 and 41309 for approval of
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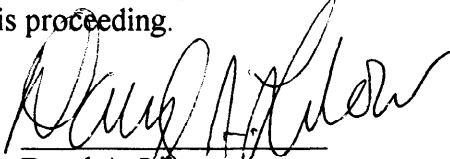
CONFIDENTIALITY AFFIDAVIT FOR BRITISH AIRWAYS

City of Washington)
) ss:
District of Columbia)

I, Daryl A. Libow being duly sworn, state under oath;

1. I am counsel for British Airways Plc, an interested party in this proceeding.

2. I will disclose the confidential information submitted in Docket OST-01-10575 only to other individuals who have executed confidentiality affidavits in this docket and I will use such information only in connection with this proceeding.


Daryl A. Libow

Subscribed and sworn to before me this ^{6th}_{7th} day of November 2001.


Notary Public

My Commission Expires:

DERRICK C. WHITE
Notary Public of District of Columbia
My Commission Expires July 14, 2006

01 NOV 13 PM 3:32

**BEFORE THE
DEPARTMENT OF TRANSPORTATION
WASHINGTON, D.C.**

Joint Application of

UNITED AIR LINES, INC.
BRITISH MIDLAND AIRWAYS LIMITED
AUSTRIAN AIRLINES, OSTERREICHISCHE
LUFTVERKEHRS AG
DEUTSCHE LUFTHANSA, A.G. and
SCANDINAVIAN AIRLINES SYSTEM

Docket OST-2001-10575

under 49 USC 41308 and 41309 for approval of
and antitrust immunity for an agreement

CONFIDENTIALITY AFFIDAVIT FOR BRITISH AIRWAYS

City of Washington)
) ss:
District of Columbia)

I, Thomas R. Leuba being duly sworn, state under oath;

1. I am counsel for British Airways Plc, an interested party in this proceeding.

2. I will disclose the confidential information submitted in Docket OST-01-10575 only to other individuals who have executed confidentiality affidavits in this docket and I will use such information only in connection with this proceeding.


Thomas R. Leuba

Subscribed and sworn to before me this 7th day of November 2001.


Notary Public

My Commission Expires:

DERRICK C. WHITE
Notary Public of District of Columbia
My Commission Expires July 14, 2006

BEFORE THE
DEPARTMENT OF TRANSPORTATION
WASHINGTON, D.C.

DEPT. OF TRANSPORTATION
DOCKETS

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Joint Application of

UNITED AIR LINES, INC.
BRITISH MIDLAND AIRWAYS LIMITED
AUSTRIAN AIRLINES, OSTERREICHISCHE
LUFTVERKEHRS AG
DEUTSCHE LUFTHANSA, A.G. and
SCANDINAVIAN AIRLINES SYSTEM

Docket OST-2001-10575


under 49 USC 41308 and 41309 for approval of
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CONFIDENTIALITY AFFIDAVIT FOR BRITISH AIRWAYS

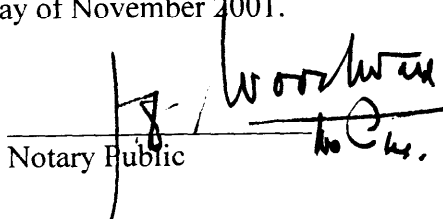
City of London)
United Kingdom) ss:

I, Maria DaCunha being duly sworn, state under oath;

1. I am counsel for British Airways Plc, an interested party in this proceeding.
2. I will disclose the confidential information submitted in Docket OST-01-10575 only to other individuals who have executed confidentiality affidavits in this docket and I will use such information only in connection with this proceeding.


Maria DaCunha

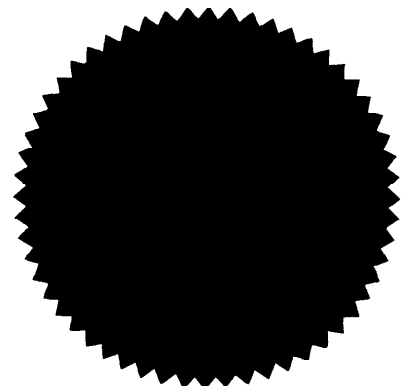
Subscribed and sworn to before me this 7th day of November 2001.


Notary Public

My Commission Expires: *see list*



J.D. WOODWARD
Notary Public of London and elsewhere in England



**BEFORE THE
DEPARTMENT OF TRANSPORTATION
WASHINGTON, D.C.**

01 NOV 13 PM 3: 32

Joint Application of)

UNITED AIR LINES, INC.)

BRITISH MIDLAND AIRWAYS LIMITED)

AUSTRIAN AIRLINES, OSTERREICHISCHE)

LUFTVERKEHRS AG)

DEUTSCHE LUFTHANSA, A.G. and)

SCANDINAVIAN AIRLINES SYSTEM)

Docket OST-2001-10575

under 49 USC 41308 and 41309 for approval of)
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CONFIDENTIALITY AFFIDAVIT FOR BRITISH AIRWAYS

City of Washington)

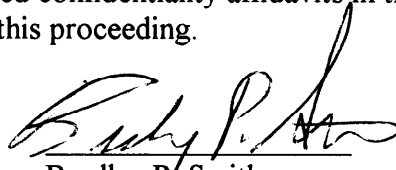
) ss:

District of Columbia)

I, Bradley P. Smith being duly sworn, state under oath;

1. I am counsel for British Airways Plc, an interested party in this proceeding.

2. I will disclose the confidential information submitted in Docket OST-01-10575 only to other individuals who have executed confidentiality affidavits in this docket and I will use such information only in connection with this proceeding.


Bradley P. Smith

Subscribed and sworn to before me this 6th day of November 2001.


Notary Public

My Commission Expires:

My Commission Expires January 1, 2005

CERTIFICATE OF SERVICE

I hereby certify that I have this day served the foregoing document by first-class mail on all persons named on the attached service list.

A handwritten signature in black ink, appearing to read 'Don Hainbach', written over a horizontal line.

Don H. Hainbach

November 13, 2001

SERVICE LIST

Jeffrey A. Manley
Wilmer, Cutler & Pickering
2445 M Street, N.W.
Washington, DC 20037

Robert D. Papkin
Squire, Sanders & Dempsey, LLP
1201 Pennsylvania Avenue, N.W.
Suite 400
Washington, DC 20004

Michael F. Goldman
Silverberg, Goldman & Bikoff LLP
1101 30th Street, N.W.
Suite 120
Washington, DC 20036